

C. GRANVILLE WYCHE
ALFRED F. BURGESS
C. THOMAS WYCHE
DAVID L. FREEMAN
JAMES C. PARHAM, JR.
JAMES M. SHOEMAKER, JR.
WILLIAM W. KEHL
CHARLES W. WOFFORD
LARRY D. ESTRIDGE
D. ALLEN GRUMBINE
CARY H. HALL, JR.
CARL F. MULLER
HENRY L. PARR, JR.
BRADFORD W. WYCHE
ERIC B. AMSTUTZ

WYCHE, BURGESS, FREEMAN & PARHAM

PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

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June 7, 1983

RECORDATION NO. 10486-F
FILED 1486

JUN 13 1983 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

*ADMITTED TO D. C. BAR ONLY

Mrs. Lee
Interstate Commerce Commission
Constitution Avenue at 12th St., N.W.
Room 1227
Washington, D. C. 20023

Re: Certificate of Acceptance dated June 11, 1979 issued
under a Management Agreement dated as of June 11, 1979
between National Railway Utilization Corporation and
Robert Shiner, Jr.

and
Security Agreement dated as of June 11, 1979 between
National Railway Utilization Corporation and
Robert Shiner, Jr.

Dear Mrs. Lee:

Enclosed for filing under Section 20c of the Interstate Commerce Act are original Amendments dated as of May 15, 1981 for each of the above-referenced documents. The Certificate of Acceptance was filed previously with the Interstate Commerce Commission on June 11, 1979 and bears recordation number 10486-B. The Security Agreement was filed previously with the Interstate Commerce Commission on June 11, 1979 and bears recordation number 10486.

The address of National Railway Utilization Corporation is 100 North 20th Street, Second Floor, Philadelphia, Pa. 19103. The address of Robert L. Shiner is 4200 Woodhaven Road, Apartment 123, Philadelphia, Pa. 19154.

I enclose a check in the amount of \$20.00 payable to the Interstate Commerce Commission as the cost of filing these additional instruments under documents previously recorded.

I also enclose copies of each Amendment which I would ask that you stamp and return to me at the address on this letterhead.

Very truly yours,

Carl F. Muller
Carl F. Muller

CFM/bjm
Enclosures

JUN 13 1983 - 1 05 PM

INTERSTATE COMMERCE COMMISSION
AMENDMENT dated as of May 15, 1981 to that certain
CERTIFICATE OF ACCEPTANCE dated June 11, 1979 issued
under a MANAGEMENT AGREEMENT dated as of June 11, 1979
between Robert L. Shiner, Jr. (termed "Owner") and
NATIONAL RAILWAY UTILIZATION CORPORATION (termed
"Manager").

WHEREAS, Owner and Manager have determined that certain
of the 50'6" Type XM Railroad Boxcars which are subject to this
Management Agreement should be remarked in order to maximize their
utilization earnings;

NOW, THEREFORE, in consideration of this benefit to the
parties and in further consideration of \$1.00 in hand paid by each
party to the other, the parties hereto agree as follows:

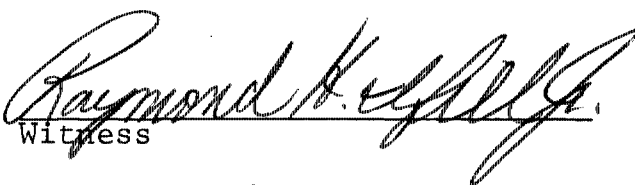
The Certificate of Acceptance under the Management
Agreement is amended by changing the Equipment Numbers from the
following:

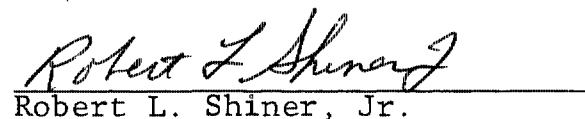
NSL 151458 through NSL 151460

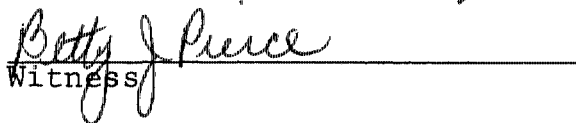
to the following:

MISS 151458
MISS 151459
MISS 151460

IN WITNESS WHEREOF, Owner and Manager, each pursuant to
due authority, have caused these presents to be duly executed.


Witness


Robert L. Shiner, Jr.


Witness

STATE OF Pennsylvania
COUNTY OF Philadelphia SS:

On this 27th day of August, 1981, before me personally appeared Raymond H. Hill, Jr., to me personally known, who, being by me duly sworn, says that he and the other witness, Maryann Blumenthal personally witnessed Robert L. Spitzer, Jr., as Owner, duly sign the within Amendment and that the execution of the foregoing instrument was the free act and deed of said Owner.

(Notarial Seal)

Marttha T. Mills

Notary Public of Phila.

MARTHA T. MILLS

Notary Public, Phila., Phila. Co.

My Commission Expires:

~~My Commission Expires March 5, 1984~~

(SEAL)

NATIONAL RAILWAY UTILIZATION CORPORATION

BY

Richard J. Kelly

ATTEST

T. W. Strzpek

Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA

SS:

COUNTY OF PHILADELPHIA

On this 27th day of August, 1981, before me personally appeared Richard J. Kelly, to me personally known, who, being by me duly sworn, says that he is Vice President of National Railway Utilization Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was duly signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

Marttha T. Mills

Notary Public of Pennsylvania

MARTHA T. MILLS

Notary Public, Phila., Phila. Co.

My Commission Expires:

~~My Commission Expires March 5, 1984~~